

# 富榮秘書服務有限公司

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Your Ref:

Our Ref: S/5411/89 LTO/sl

7th June, 2002

Securities and Exchange Commission,  
Division of Corporate Finance,  
Office of International Corporate Finance,  
Room 3045 (Stop 3-4),  
450 Fifth Street,  
Washington, D.C.20549,  
United States of America.

SUPPL

02 JUN 20 AM 11:32

Ladies and Gentlemen,

Re: Starlight International Holdings Limited  
("the Company")  
Rule 12g3-2(b) Exemption  
File No.82-3594

PROCESSED

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THOMSON  
FINANCIAL

Pursuant to Rule 12g3-2(b)(1)(iii), and on behalf of the Company, enclosed are the documents described on Annex A hereto for your attention.

These documents supplement the information previously provided with respect to the Company's request for exemption under Rule 12g3-2(b), which was established on January 11, 1994.

This information is being furnished with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), and that neither this letter nor the Company is subject to the Exchange Act.

Please do not hesitate to contact the undersigned at (852) 2827 4748 in Hong Kong if you have any questions.

Thank you for your attention.

Yours faithfully,  
For and on behalf of  
FAIR WIND SECRETARIAL SERVICES  
LIMITED

LO Tai On  
Director

Enc.  
c.c. the Company

Annex A to Letter to the SEC  
Dated 7th June, 2002 of  
*Starlight International Holdings Limited*

The documents checked below are being furnished to the SEC to supplement information provided with respect to the Company's request for exemption under Rule 12g3-2, which exemption was established on January 11, 1994:-

**DESCRIPTION OF DOCUMENT**

1. Title : Notification of movement of securities in Hong Kong  
Date : 31st May, 2002

Entities requiring item: HKSE pursuant to Exchange Listing Agreement; and

Monthly Return on Movement of Listed Equity Securities  
for the month ended 31st May, 2002

**FORM I**

O: The Research & Planning Department of The Stock Exchange of  
Hong Kong Limited

From: Starlight International Holdings Limited

(Name of Company)

Mr. Peter LEE Yip Wah

Tel No.: 2827 1778

(Name of Responsible Official)

Date: 7th June, 2002

**(A) Information of Types of Listed Equity Securities:**  
(please tick wherever applicable)

- |    |                         |   |                                     |    |                       |
|----|-------------------------|---|-------------------------------------|----|-----------------------|
| 1. | Ordinary shares         | : | <input checked="" type="checkbox"/> | 2. | Preference shares:    |
| 3. | Other classes of shares | : |                                     |    | please specify: _____ |
| 4. | Warrants                | : |                                     |    | please specify: _____ |

(B) Movement in Authorised Share Capital:

	No. of Ordinary shares/Preference shares/other classes of shares	Par Value (HK\$)	Authorised Share Capital (HK\$)
Balance at close of preceding month:	5,000,000,000	\$0.10	\$500,000,000
Increase/(Decrease) (SGM approval date):	Nil	Nil	Nil
Balance at close of the month:	5,000,000,000	\$0.10	\$500,000,000

(C) Movement in Issued Share Capital:

	No. of Ordinary shares	No. of Preference shares	No. of other classes of shares
Balance at close of preceding month:	2,693,225,402	Nil	Nil
Increase/(Decrease) during the month	Nil	Nil	Nil
Balance at close of the month:	2,693,225,402	Nil	Nil

D) Details of Movement:

\* please delete and insert "N/A" wherever inapplicable

TYPE OF SECURITIES	SECURITIES IN ISSUE AT CLOSE OF PRECEDING MONTH	MOVEMENT DURING THE MONTH			SECURITIES IN ISSUE AT CLOSE OF THE MONTH	IN NO. OF NEW SHARES ARISING THEREFROM
SHARE OPTIONS*	No. of Options	Granted	Exercised	Cancelled	No. of Options	
Employee share option scheme Exercise price: HK\$ _____	116,995,056	Nil	Nil	Nil	116,995,056	Nil
Employee share option scheme Exercise price: HK\$ _____ Exercise price: HK\$ _____	Nil	Nil	Nil	Nil	Nil	Nil
WARRANTS* Date of Expiry _____	Nominal Value (HK\$)	Exercised (HK\$)			Nominal Value (HK\$)	
Subscription price HK\$ _____						
Subscription price HK\$ _____						


CONVERTIBLES*	Units	Converted (Units)	Units
Convertible Notes	N/A	N/A	N/A
Convertible price: HK\$ _____			
OTHER ISSUES OF SHARES*			
Rights Issue Placing Bonus Issue Scrip Dividend Repurchase of share Redemption of share Consideration issue Others (Please specify)	Price: Price: Price:	Issue and allotment Date: Issue and allotment Date: Issue and allotment Date: Issue and allotment Date: Issue and allotment Date: Cancellation Date: Redemption Date: Issue and allotment Date: Issue and allotment Date:	

Total No. of ordinary shares/preference shares/other classes of shares increased/(decreased) during the month:

Nil

Remarks:

Authorised Signatory:



Name: Peter LEE Yip Wah

Title: Secretary

Note:

All information contained in this form may be reproduced and provided to other information vendors or users of market data at the sole discretion of the Stock Exchange without prior notification to the company/issuer.